



RECORDATION NO. 29940-A FILED

JUL 12 '12 -11 16 AM

SURFACE TRANSPORTATION BOARD

July 12, 2012

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Dear Section Chief:

Please find attached one (1) copy of the Memorandum of Amendment No. 1 to Railroad Equipment Lease dated as of June 21, 2012 between the following parties:

Lessee: Koppers
436 Seventh Avenue
Pittsburgh, PA 15219

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A for the equipment, (17) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Amendment No. 1 to Railroad Equipment Lease dated as of June 21, 2012 related to the addition of seventeen (17) railcars bearing reporting marks: JTSX54009 through JTSX54061, sporadic.

Please file this agreement as a secondary under Recordation Number 29940-A as it relates to documents previously filed with the Surface Transportation Board under Recordation Number 29940. The filing fee in the amount of \$41.00 can be charged to our account. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6105.

Sincerely,

Shirley Terry
Administrative Assistant

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**MEMORANDUM OF
AMENDMENT NO. 1 TO
RAILROAD EQUIPMENT LEASE**

SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF AMENDMENT NO. 1 TO THE RAILROAD EQUIPMENT LEASE** ("Memorandum of Amendment No. 1") entered into this 21st day of June, 2012, is intended to evidence the amendment dated as of June 21, 2012 (the "Amendment No. 1"), between **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessor"), and **KOPPERS INC.**, a Pennsylvania corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use seventeen (17) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

FURTHER, the Memorandum of Railroad Equipment Lease (the "Memorandum of Lease") between Lessor and Lessee was duly filed with the Surface Transportation Board ("STB") on October 17, 2011 with Recordation No. 29940. This Memorandum of Lease Amendment No. 1 should receive Recordation No. 29940-A.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Amendment No. 1 on the date indicated below its signature.

THE DAVID J. JOSEPH COMPANY

By: Kelly C. Foelke
Name: Kelly C. Foelke
Title: VP Finance Brokerage
Date: 7/2/12

KOPPERS INC.

By: Thomas D. Laddman
Name: Thomas D. Laddman
Title: Vice President & General Manager
Date: 6-27-12

STATE OF OHIO

COUNTY OF HAMILTON

SS:

The foregoing instrument was acknowledged before me this 2nd day of July, 2012, by Kelly C. Peltier, the VP Finance, Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Angela Denise Watts
Notary Public

My Commission expires:

N/A

ANGELA DENISE WATTS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147 03 O.R.C.

STATE OF Pennsylvania

COUNTY OF Allegheny

SS:

The foregoing instrument was acknowledged before me this 27th day of June, 2012, by Thomas D. Luddeman, the Vice President / General Manager of Koppers Inc., a Pennsylvania corporation, on behalf of the corporation.

Barbara A. Olzewski
Notary Public

My Commission expires:

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Barbara A. Olzewski, Notary Public
City of Pittsburgh, Allegheny County
My Commission Expires Aug 2, 2013
Member, Pennsylvania Association of Notaries

EXHIBIT A

To the Memorandum of Amendment No. 1 dated June 21, 2012, between The David J. Joseph Company and Koppers Inc.

DESCRIPTION OF UNITS

Seventeen (17) railcars bearing reporting marks as follows:

JTSX054009
JTSX054010
JTSX054011
JTSX054012
JTSX054014
JTSX054016
JTSX054017
JTSX054019
JTSX054020
JTSX054024
JTSX054027
JTSX054029
JTSX054033
JTSX054036
JTSX054050
JTSX054055
JTSX054061